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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

smiths

Smiths Group plc

765 Finchley Road London NW11 8DS

T: 020 8458 3232 F: 020 8458 4380

www.smiths-group.com

19 May 2006

Securities and Exchange Commission
Division of Corporation Finance
Office of International Corporate Finance
100 F Street, NE
Washington DC 20549
USA



06013770

Your ref : 82-34872

SUPPL

Dear Sir,

Re : **Rule 12g3-2(b) of the Exchange Act**
File Number 82-34872
Smiths Group plc

Please find enclosed copies of documents Smiths Group plc has recently:

- filed at Companies House, pursuant to the Companies Act 1985, and/or
- mailed to the Company's shareholders, pursuant to the same Act; and/or
- submitted to the Regulatory News Service of the London Stock Exchange, in compliance with the Listing Rules of the UKLA

as detailed on the enclosed summary sheet(s).

These documents are submitted in accordance with the requirements of Rule 12g3-2(b) of the Exchange Act.

Yours faithfully,

N.R. Burdett
Assistant Secretary

Direct Line: 020 8457 8229

Local fax: 020 8201 8041

e-mail: neil.burdett@smiths-group.com

PROCESSED

MAY 31 2006

THOMSON
FINANCIAL

Handwritten signature/initials

11 MAY TO 19 MAY 2006

221	12/05/2006 : 14:30:00	Smiths Group PLC - Holding(s) in Company
222	12/05/2006 : 14:32:00	Smiths Group PLC - Director/PDMR shareholding

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Company Smiths Group PLC
 TIDM SMIN
 Headline Holding(s) in Company
 Released 14:30 12-May-06
 Number 9062C

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smiths

12 MAY 2006

NOTIFICATION OF MAJOR INTERESTS IN SHARES

LISTING RULE LR 9.6.7 R

1. Name of listed company: SMITHS GROUP PLC
2. Name of shareholder with a major interest:
 - (A) FMR CORP. AND ITS DIRECT AND INDIRECT SUBSIDIARIES AND
 - (B) FIDELITY INTERNATIONAL LIMITED AND ITS DIRECT AND INDIRECT SUBSIDIARIES
3. Please state whether notification indicates that it is regarding the holding of the shareholder named in 2 above; in respect of a non-beneficial interest; or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18:

NOTIFICATION ON BEHALF OF FMR CORP. AND ITS DIRECT AND INDIRECT SUBSIDIARIES AND FIDELITY INTERNATIONAL LIMITED AND ITS DIRECT AND INDIRECT SUBSIDIARIES AND MR EDWARD C JOHNSON 3D, A PRINCIPAL SHAREHOLDER OF FMR CORP. AND FIDELITY INTERNATIONAL LIMITED, OF DISCLOSABLE INTERESTS ARISING UNDER S208(4)(b) OF THE COMPANIES ACT 1985.

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them:

State Street Hong Kong	15,900
State Street Bank and Tr Co	315,800
Bank of New York Europe Ldn	3,221,100
Trust & Cust Srvcs Bk Ltd, Toko	21,650
Nomura Trust and Banking	34,900
Master Trust Bank of Japan	191,800
ING Luxemborug	20,300
Northern Trust London	42,900
National Astl Bk Melbourne	60,100
State Street Bank Australia (C	97,000
JP Morgan, Bournemouth	163,900
Northern Trust London	170,200
State Str Bk and Tr Co Lndn	208,460
Chase Manhattan Bk AG Frnkfrt (S	255,500
Bank of New York Brussels	397,600
Brown Bros Harriman Ltd Lux	590,660
JP Morgan, Bournemouth	4,569,276
Bermuda Trust Far East HK	262,804
JP Morgan, Bournemouth	7,474,439
Mellon Bank NA	18,500
Investors Bank and Trust	11,600
Mellon Bank NA	35,700
Citibank NA	76,000
Northern Trust London	112,900
State Street Bank and Tr Co	1,797,190
Brown Bros Harriman and Co	491,800

CIBC Mellon Trust	167,490
Bank of New York	317,700
JPMorgan Chase	596,600
Mellon Bank NA	703,096
Northern Trust Co	897,727
Brown Bros Harriman and Co	1,562,700
State Street Bank and Tr Co	2,723,843
Chase Manhattan London	8,800
Dexia Privatbank	9,500
Societe Generale	31,500
JPMorgan Chase Bank	44,600
Chase Manhttn Bk AG Frnkfrt (S	82,900
Midland Securities Services	93,900
Bankers Trust London	210,100
HSBC Bank plc	462,700
Mellon Bank	1,167,200
Bank of New York Brussels	1,726,969
JP Morgan, Bournemouth	3,489,204
State Str Bk and Tr Co Lndn (S	2,334,099
Northern Trust London	3,830,390

5. Number of shares / amount of stock acquired: NOT DISCLOSED
6. Percentage of issued class*: N/A
7. Number of shares / amount of stock disposed: NOT DISCLOSED
8. Percentage of issued class*: N/A
9. Class of security: ORDINARY SHARES OF 25p
10. Date of transaction: NOT DISCLOSED
11. Date listed company informed: 11 MAY 2006
12. Total holding following this notification: 62,336,407 SHARES
13. Total percentage holding of issued class following this notification*: 11.00%
14. Any additional information
15. Name of contact and telephone number for queries: NEIL BURDETT, 020 8457 8229
16. Name and signature of duly authorised officer of the listed company responsible for making this notification: NEIL BURDETT
17. Date of notification: 12 MAY 2006

** any treasury shares held by the listed company should not be taken into account when calculating percentage*

END

Close

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Company Smiths Group PLC
TIDM SMIN
Headline Director/PDMR Shareholding
Released 14:32 12-May-06
Number 9068C

smiths

12 MAY 2006

DR 3.1.4R(1)

NOTIFICATION OF TRANSACTION OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

1. Name of the *issuer*: SMITHS GROUP PLC
 2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or (ii) DR 3.1.4(R)(1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or (iii) both (i) and (ii):
DISCLOSURE RELATING TO A PERSON DISCHARGING MANAGERIAL RESPONSIBILITY
 3. Name of *person discharging managerial responsibilities/director*:
MR STEPHEN PHIPSON
 4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*: NO
 5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a nonbeneficial interest:
NOTIFICATION IN RESPECT OF PERSON REFERRED TO IN 3 ABOVE
 6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*: ORDINARY SHARES OF 25p
 7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them: N/A
 8. State the nature of the transaction:
GRANT OF SAVINGS-RELATED SHARE OPTION UNDER THE SMITHS GROUP SHARES SAVE SCHEME
 9. Number of *shares*, debentures or financial instruments relating to *shares* acquired: N/A
 10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage): N/A
 11. Number of *shares*, debentures or financial instruments relating to *shares* disposed: N/A
 12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage): N/A
 13. Price per *share* or value of transaction: N/A
 14. Date and place of transaction: 11 MAY 2006 LONDON
 15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage): N/A
 16. Date issuer informed of transaction 11 MAY 2006
- If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes
17. Date of grant: 11 MAY 2006
 18. Period during which or date on which it can be exercised: 01 AUGUST 2009 TO 31 JANUARY 2010
 19. Total amount paid (if any) for grant of the option: NIL
 20. Description of *shares* or debentures involved (*class* and number): ORDINARY SHARES OF 25p, 703
 21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise: 798p PER SHARE
 22. Total number of *shares* or debentures over which options held following notification: 104,257 SHARES
 23. Any additional information:

END

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